WARRANTY DEED

Grantor(s) name, address and phone:

Richard C. Shaw and Jonathan H. Shaw

2808 Stage Center Drive, #105

Bartlett, TN 38134

Home phone: (901) 388-5005

Work phone: (901) 603-0100

Grantee(s) name, address and phone: Shaw Family Investments, LLC

A Tennessee limited liability company

2808 Stage Center Drive ,#105

Bartlett, TN 38134

Home phone: (901) 388-5005 Work phone: (901) 603-0100

Mississippi Bar No. 10597

Prepared by and after recording return to:

Edward T. Autry, Esq.

Williams, McDaniel, Wolfe & Womack, P.C.

5521 Murray Road, Memphis, TN 38119-3717

(901) 767-8200

Indexing Instructions:

Parcel 1: Lot 1644, Sec. C, South Desoto Village S/D, Sec. 33, T1S, R8W, PB 10, P 3-8, DeSoto County, MS

Parcel 2: Lot 70, Sec. A, Holly Hills S/D, Sec. 30, T1S, R8W, PB 10, P 34-35, DeSoto County, MS

Parcel 3: Lot 130, Sec. D, Kingston West S/D, Sec. 28, T1S, R8W, PB 51, P. 34, DeSoto County, M

Parcel 4: Lot 2405, Sec. L, Southaven West S/D, Sec. 27, T1S, R8W, Desoto County, MS 46 4 P451

Parcel 5: Lot 751, Sec. B, Lot 751, N½ DeSoto Village S/D, Sec. 33, T1S, T8W, PB 8, P 12-15, DeSoto Co., MS

Parcel 6: Lot 145, Sec. B, Holly Hills S/D, Sec. 30, T1S, R8W, PB 12, P 16-17, DeSoto County, MS

FOR AND IN CONSIDERATION of the sum of Ten Dollars (\$10.00) cash in hand paid and other good and valuable considerations, the receipt of all of which is hereby acknowledged, Richard C. Shaw and Jonathan H. Shaw, ("Grantors"). does hereby sell, convey, and warrant unto Shaw Family Investments, LLC, a Tennessee limited liability company, ("Grantee") the land lying and being situated in Desoto County, Mississippi, more particularly described as follows, to-wit:

Legal Description attached hereto as Exhibit "A" and made a part hereof.

Prior instrument references:

Parcel 1: Book 667, Page 86;

Parcel 2: Book 667, Page 540;

Parcel 3: Book 669, Page 595;

Parcel 4: Book 668, Page 421;

Parcel 5: Book 668, Page 450;

Parcel 6: Book 667, Page 538;

all of the conveyance records of DeSoto County, Mississippi.

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Richard C. Shaw and Richard Charles Shaw as named herein are one and the same person. Jonathan H. Shaw and Jonathan Howard Shaw as named herein are one and the same person.

Grantor warrants and will forever defend title to the land to Grantee, their heirs, successors and assigns; but the warranty in this deed is subject to rights-of-way and easements for public roads and public utilities, subdivision, and zoning regulations in effect in DeSoto County, Mississippi, and further subject to all applicable building restrictions, building lines and all easements and restrictive covenants of record.

It is agreed and understood that the taxes for the current year have been prorated as of this date on an estimated basis, and when said taxes are actually determined, if the proration as of this date is incorrect, then the Grantor agree to pay to said Grantee or their assigns any deficit on an actual proration.

Possession is to be given with delivery of this deed.

This deed is made and given by Grantors to a limited liability company of which Grantors are the only Members. Grantors state further that this deed is made and given as part of their contribution to the limited liability company.

WITNESS our signatures in Memphis, Tennessee this _______ day of December, 2011.

GRANTORS:

Richard C. Shaw

Jonathan H. Shaw

STATE OF TENNESSEE COUNTY OF SHELBY

BEFORE ME, the undersigned Notary Public in and for the State and County aforesaid, duly commissioned and qualified, personally appeared **Richard C. Shaw and Jonathan H. Shaw**, the within named bargainor(s), with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who acknowledged upon oath or affirmation that they executed the within instrument of their own free act and deed for the purposes therein contained.

WITNESS my hand, at office, in Memphis, Shelby County, Tennessee on this 162 day

of December, 2011.

My Commission Expires:

NOTARY PUBLIC

MY COMMISSION EXPIRES:
APRIL 3, 2013

STATE

NOTARY

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EXHIBIT A TO DEED TO SHAW FAMILY INVESTMENTS, LLC

Six parcels of real property in DeSoto County, Mississippi and being more particularly described as follows:

Parcel I:

Lot, 1644, Section C, South DeSoto Village Subdivision, situated in Section 33, Township 1 South, Range 8 West, DeSoto County, Mississippi, as per plat thereof recorded in Plat Book 10, Pages 3-8, in the office of the Chancery Clerk of DeSoto County, Mississippi.

Parcel II:

Lot 70, Section A. Helly Hills Subdivision, situated in Section 30, Tevruship 1 South, Range 8 West, DeSoto County, MS, as per plat of record in Plat Book 16, Pages 34-35, in the Chancery Clark's Office of DeSoto County, MS.

Parcel III:

Lut 130, Section D, Kingston West Subdivision, situated in Section 28, Township 1 South, Ronge 8 West, DeSote County, MS, as per plat of record in Plat Book 51, Page 34, in the Chancery Clerk's Office of DeSote County, MS.

Parcel IV:

Lot 2405, Section L, Southaven West Subdivision, Section 27, Township 1 South, Range 8 West, DeSoto County, Mississippi, as shown on plat of record in Plat Book 4, Page 51, in the Office of the Chancery Clerk of DeSoto County, Mississippi.

Parcel V:

Lot 751, Section B, North 1/2 DeSoto Village Subdivision, in Section 33, Township I South, Range 8 West, DeSoto County, Mississippi, as per plat thereof recorded in Plat Book 8, Pages 12-15, in the office of the Chancery Clerk of DeSoto County, Mississippi.

Parcel VI:

Lot 145, Section B, Holly Hills Subdivision, situated in Section 30, Township 1 South, Range 8 West, DeSoto County, MS, as per plat of record in Plat Book 12, Pages 16-17, in the Chancery Clerk's Office of DeSoto County, MS.